

# **EXHIBIT B**

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**From:** Courtney Mancini <courtneym@incentivegroup.com>  
**Sent:** Thursday, April 12, 2018 2:09 PM  
**To:** Adam Kelly  
**Cc:** Doug Press  
**Subject:** RE: Expanded Naked100 Rewards Pogram Launch

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

Hi Adam,

Thanks for confirming. You'll see the pricing change in the next invoice for May management & administration.

Thanks!

**Courtney Mancini** | VP Client Services | The Incentive Group  
914.948.0904 ext. 111 | [www.incentivegroup.com](http://www.incentivegroup.com) | 399 Knollwood Road | White Plains, NY 10603



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**From:** Adam Kelly [mailto:[adam@usavapelab.com](mailto:adam@usavapelab.com)]  
**Sent:** Thursday, April 12, 2018 1:44 PM  
**To:** Courtney Mancini  
**Subject:** Re: Expanded Naked100 Rewards Pogram Launch

This works great Courtney, thanks!

Best Regards,

Adam Kelly  
S/F



Address 155721 Commerce Lane, Huntington Beach, CA 92649  
Email [Adam@usavapelab.com](mailto:Adam@usavapelab.com) Web [www.usavapelab.com](http://www.usavapelab.com)

On Fri, Apr 6, 2018 at 12:08 PM, Courtney Mancini <[courtneym@incentivegroup.com](mailto:courtneym@incentivegroup.com)> wrote:

Hi Adam,

Appreciate all the good updates you shared during our Team call yesterday. The accelerated approach to Naked100 Rewards program launch is a great strategy to capture the market opportunity and more thoroughly positions the Naked100 Pod System with the larger population of all retail shops. We're happy to be able to support this strategy with our scalable programming and services. After reviewing the incremental scope with our team, we can offer our increased resources to support the expansion from the original 400 to now up to 2,500 participants (6x) at a monthly management and administration fee of \$12,500. In particular, the monthly fee will cover the significantly increased number of participant inquiries into our Naked100 Reward HQ via our 800#, Contact Us on the site and direct email. It also includes the additional database management of both more users and serial number claims, approvals, and reporting.

The annual mgmt and admin fee of \$150K (12 mo x \$12,500/mo) is only 1.5% of the original annual rewards budget (for only the 400 participants) of \$10M. What is the new rewards budget with this larger number of stores engaged?

As a courtesy to you we will leave the April Program Mgmt fee at \$4,000 as originally billed and commence this expanded structure May 1, 2018.

We will look for your additional launch updates via email. Thanks and have a great weekend!

**Courtney Mancini** | VP Client Services | The Incentive Group

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